

BOATBUILDING HERITAGE SOCIETY OF BRITISH COLUMBIA

Comparison of existing Society By-laws (Schedule B to old Act) to proposed Society By-laws (Model By-laws of new Act)

<b>Schedule B Bylaws</b>	<b>Model Bylaws</b>	<b>New Societies Act</b>
Annual membership dues are determined at the annual general meeting	Annual membership dues, if any, are determined by the board	Not required
A member not in good standing ceases to be a member after 12 months	A member not in good standing ceases to be a member after six months	Good standing is not defined
Silent	A member not in good standing may not vote in a general meeting	As above
Rules and procedures for the expulsion of members	Silent	Set out in act
Rules about when the first general annual meeting must take place	Silent	Set out in Act
Quorum for a general meeting is three members, or more if determined at a general meeting	Quorum for a general meeting is three members or 10% of all members, whichever is greater	Quorum is three
Restrictions on who may chair a meeting, with the president or vice-president being the default	Any member may be appointed to be the chair. Rules about who becomes the chair if none is appointed are similar to the old restrictions	
Silent	A notice of a general meeting must state the nature of any special business in sufficient detail to permit a member to form a reasoned judgement concerning that business	Set out in Act
If a meeting is adjourned for more than 10 days, notice of the adjourned meeting must be given	If a meeting is adjourned for more than ten days, notice of the adjourned meeting must be given If a meeting is adjourned for more than 30 days, notice of the adjourned meeting must be given	Set out in act
Voting is by a show of hands	Voting must be by a show of hands, an oral vote, or another method that adequately	Set out in act

	discloses the intention of the voting members. The chair or two voting members may request voting by secret ballot	
There must be five or more directors or the number of directors may be determined at a general meeting	The Society must have no fewer than 3 and no more than 11 directors.	Minimum is 3, no maximum
If a director ceases to hold office, directors must appoint a member to take their place	Silent	Set out in Act
Rules concerning duties of officers are largely the same, but some differences noted to the right	If a secretary is absent from a meeting, another individual must be appointed to act as secretary in that meeting. The treasurer can make arrangements for other people to conduct their duties	Duties set out in Act
Rules restricting a single individual from filling multiple officer roles	Any director, other than the President, can hold more than one officer role	As set out in Act
Debentures cannot be used without authorization of special resolution	Silent	No longer required by the Act
Members may, by special resolution, restrict borrowing powers of directors until the next annual general meeting	Silent	Act no longer sets limits
Silent	Contracts signed by the Society must be signed: <ul style="list-style-type: none"> <li>▪ by the president, together with one other director,</li> <li>▪ if the president is unable to provide a signature, by the vice-president together with one other director,</li> <li>▪ if the president and vice-president are both unable to provide signatures, by any two other directors, or</li> <li>▪ by one or more individuals authorized by the Board to sign the record on behalf of the society</li> </ul>	Not required in Act
Rules concerning	Silent	Act sets out rules

auditors under the Act		
------------------------	--	--